



Dedicated To Life

Announcement of the consolidated Results of Remote E-Voting and E-Voting during Twenty Eighth Annual General Meeting of Zydus Lifesciences Limited

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 (“the **Act**”) read with rule 20 of the Companies (Management and Administration) Rules, 2014 (“the **Rules**”), Zydus Lifesciences Limited (“the **Company**”) had provided remote e-voting facility to the members for exercising the voting rights and e-voting facility was also provided during the Twenty Eighth Annual General Meeting (“**AGM**”) of the Company.

The voting on the 7 resolutions contained in the Notice of AGM dated May 18, 2023 were casted through remote e-voting and e-voting during AGM. Based on the report submitted by Mr. Manoj Hurkat, Practicing Company Secretary, the Scrutinizer appointed for both, remote e-voting and e-voting during AGM, I declare the 7 resolutions contained in the Notice of AGM as passed with requisite majority. The summary of results is as under:

Item No. of Notice	Particulars of business	Voting in favour of the resolution		Votes against the resolution	
		Nos.	%	Nos.	%
Item No. 1 of the Notice (As an Ordinary Business)	Remote e-voting	883203824	100	433	Negligible
	E-voting during AGM	8518	100	0	NA
	Total	883212342	100	433	Negligible
Item No. 2 of the Notice (As an Ordinary Business)	Remote e-voting	883203817	100	440	Negligible
	E-voting during AGM	8518	100	0	NA
	Total	883212335	100	440	Negligible
Item No. 3 of the Notice (As an Ordinary Business)	Remote e-voting	883561630	100	425	Negligible
	E-voting during AGM	8518	100	0	NA
	Total	883570148	100	425	Negligible
Item No. 4 of the Notice (As an Ordinary Business)	Remote e-voting	882067660	99.86	1229438	0.14
	E-voting during AGM	8518	100	0	NA
	Total	882076178	99.86	1229438	0.14
Item No. 5 of the Notice (As an Ordinary Business)	Remote e-voting	883134891	99.97	251313	0.03
	E-voting during AGM	8518	100	0	NA
	Total	883143409	99.97	251313	0.03
Item No. 6 of the Notice (As a Special Business)	Remote e-voting	880958507	99.73	2427697	0.27
	E-voting during AGM	8518	100	0	NA
	Total	880967025	99.73	2427697	0.27
Item No. 7 of the Notice (as a Special Business)	Remote e-voting	883383735	100	2459	Negligible
	E-voting during AGM	8518	100	0	NA
	Total	883392253	100	2459	Negligible

For, ZYDUS LIFESCIENCES LIMITED

PANKAJ R. PATEL
DIN: 00131852
CHAIRMAN OF TWENTY EIGHTH ANNUAL GENERAL MEETING

Place: Ahmedabad
Date: August 11, 2023

Zydus Lifesciences Limited (formerly known as Cadila Healthcare Limited)

Regd. Office : Zydus Corporate Park, Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad-382 481, Gujarat, India. | Phone : +91-79-71800000, +91-79-48040000
website : www.zyduslife.com | CIN : L24230GJ1995PLC025878



Consolidated Report of Scrutinizer
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xii) of
The Companies (Management and Administration) Rules, 2014]

To,
The Chairmen
(Mr. Pankaj R Patel for item nos. 1-3, 5-7 and Mr. Mukesh M Patel for item no. 4)
of the 28th Annual General Meeting (AGM) of
ZYDUS LIFESCIENCES LIMITED
(Formerly known as CADILA HEALTHCARE LIMITED)
Held on 11th August, 2023 at 10.00 a.m. (IST)
Through Video Conference (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

1. I, CS Manoj Rajaram Hurkat, Practicing Company Secretary, have been appointed by the Board of Directors of Zydus Lifesciences Limited (“**Company**”) (Formerly known as Cadila Healthcare Limited) as a Scrutinizer for the purpose of scrutinizing the Remote E-voting & E-voting during the 28th Annual General meeting of the members of the Company and for ascertaining the majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, considered in connection with 28th Annual General Meeting held on 11th August, 2023 at 10.00 a.m. (IST) through VC/ OAVM as per framework issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 20/2020 dated 5th May, 2020 read with Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated 5th May, 2022 and Circular No. 10/2022 dated 8th December, 2022 (MCA Circulars) and also SEBI Circular dated 12th May, 2020, Circular dated 15th January, 2021, Circular dated 13th May, 2022 and Circular dated 5th January, 2023 (SEBI Circulars).
2. The management of the Company is responsible to ensure the compliances with the requirements of provisions of the Act, MCA Circulars, SEBI Circulars and Rules relating to voting on the resolutions contained in the Notice to the 28th Annual General Meeting of the members of the Company.





My responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated below, based on the scrutiny of the reports generated from the e-voting (both remote e-voting and e-voting during the AGM) system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities as appointed by the Company.

3. Further to the above, I submit my consolidated report as under:

A. For Remote E-voting:

- I. The remote e-voting period remained open from Tuesday, 8th August, 2023 (9.00 a.m.) to Thursday, 10th August, 2023 (5.00 p.m.).
- II. The Members of the Company as on "cut off" date i.e. 4th August, 2023 were entitled to vote on the resolutions stated in the Notice of the 28th Annual General Meeting. The paid up capital as on cut-off date was Rs. 101,22,04,139 divided into 101,22,04,139 Equity Shares of Re. 1/- each.
- III. The votes casted were subsequently unblocked by me on 11th August, 2023 at 11.30 a.m. in the presence of two witnesses, whose names are mentioned below, who are not in the employment of the Company and electronic ballots were diligently scrutinized by me.

Sr. No.	Name & Address of witnesses	Signature of witnesses
01.	Sunil Mulchandani 58, Sudama Homes, B/h Nandigram Society, Nana Chiloda, Ahmedabad-382345	
02.	Dhruvi Shah C-2, Archana Park Society, Swastik Cross Road, C. G. Road, Ahmedabad – 380009	

- IV. The electronic ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorization lodged with the Company.



V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for remote e-voting, were prepared based on report generated from the e-voting website of CDSL.

B. For E-voting during the AGM:

- I. The e-voting was conducted together on all the item nos. 1 to 7 on the agenda during the AGM.
 - II. The e-voting during the AGM was conducted to enable the members of the Company who have attended the AGM through VC/OAVM and had not casted their vote through Remote E-voting facility.
 - III. After ensuring that all the members who desire to cast their vote through E-voting at the AGM have exercised their right to vote and after seeking permission from the Chairman of 28th Annual General Meeting, e-voting at the AGM was closed/blocked.
 - IV. The electronic votes casted by the members during the AGM were subsequently unblocked by me immediately after the conclusion of AGM and electronic ballots were diligently scrutinized. The electronic votes were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.
 - V. Thereafter, the details of members, who have voted “For”, “Against” each of the resolutions permitted for e-voting during the AGM, were prepared based on report generated from the e-voting system of CDSL.
4. Based on such scrutiny of the Remote E-voting & E-voting during the AGM, the result of the voting is as under:



(a) Resolution 1:

Ordinary Resolution for receiving, considering and adopting the standalone financial statements of the Company for the year ended on March 31, 2023 and the reports of the Board of Directors and the Auditors thereon:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	810	883203824	100%
E-voting (During AGM)	7	8518	100%
Total	817	883212342	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	8	433	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	8	433	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 4 shareholders in respect of 357808 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.

(b) Resolution 2:

Ordinary Resolution for receiving, considering and adopting the consolidated financial statements of the Company for the year ended on March 31, 2023 and the report of the Auditors thereon:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	809	883203817	100%
E-voting (During AGM)	7	8518	100%
Total	816	883212335	100%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	9	440	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	9	440	Negligible

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 4 shareholders in respect of 357808 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



(c) Resolution No. 3:

Ordinary Resolution for declaration of dividend for the financial year 2022-2023:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	813	883561630	100%
E-voting (During AGM)	7	8518	100%
Total	820	883570148	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	8	425	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	8	425	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There is one shareholder in respect of 10 equity shares who has not cast his votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



(d) Resolution No. 4:

Ordinary Resolution for reappointment of Dr. Sharvil P. Patel (DIN-00131995) as a Director, who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	769	882067660	99.86%
E-voting (During AGM)	7	8518	100%
Total	776	882076178	99.86%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	45	1229438	0.14%
E-voting (During AGM)	Nil	Nil	Nil
Total	45	1229438	0.14%

(iii) **Invalid Votes:**

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 8 shareholders in respect of 264967 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.

(e) Resolution No. 5:

Ordinary Resolution for reappointment of Mr. Ganesh Nayak (DIN-00017481) as a Director, who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	775	883134891	99.97%
E-voting (During AGM)	7	8518	100%
Total	782	883143409	99.97%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	44	251313	0.03%
E-voting (During AGM)	Nil	Nil	Nil
Total	44	251313	0.03%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 3 shareholders in respect of 175861 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.

(f) Resolution No. 6:

Special Resolution for reappointment of Mr. Bhadresh K Shah (DIN: 00058177) as an Independent Director for second term of 5 years:

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	763	880958507	99.73%
E-voting (During AGM)	7	8518	100%
Total	770	880967025	99.73%

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	56	2427697	0.27%
E-voting (During AGM)	Nil	Nil	Nil
Total	56	2427697	0.27%

(iii) **Invalid** Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 3 shareholders in respect of 175681 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.

(g) Resolution No. 7:

Ordinary Resolution for ratification of remuneration of the Cost Auditors:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	796	883383735	100%
E-voting (During AGM)	7	8518	100%
Total	803	883392253	100%

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	22	2459	Negligible
E-voting (During AGM)	Nil	Nil	Nil
Total	22	2459	Negligible

(iii) Invalid Votes:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-voting (Remote)	Nil	Nil	Nil
E-voting (During AGM)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Note: There are 4 shareholders in respect of 175871 equity shares who have not cast their votes in Remote E-voting which are considered as unutilized votes. Moreover, there are 4 shareholders who has not voted in respect of 392889 equity shares, out of their total shareholding of 1658503 equity shares, which are considered as partly unutilized votes.



5. A compact disk (CD) / Excel Sheet send other supportive documents containing list of equity shareholders who voted “For”, “Against” and those votes which were considered “Invalid” for each resolution and also resolutions received from corporate shareholders etc. Will be returned for safe keeping by our separate letter to the Company.
6. The reports generated in respect of electronic ballots and all other relevant records will also be handed over by me to the Company Secretary authorized by the Board for safe keeping.


Thanking you,

Yours faithfully,

Place: Ahmedabad

Date: 11th August, 2023




Signature of the Scrutinizer
[CS MANOJ HURKAT]
UDIN: F004287E000781008

Countersigned by:

For, ZYDUS LIFESCIENCES LIMITED

Dhaval N. Soni
Company Secretary



BSE Limited P. J. Towers Dalal Street <u>Mumbai-400 001</u> Code: 532321	National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) <u>Mumbai-400051</u> Symbol: Zyduslife
Date: August 11, 2023	
Re.: Proceedings of the Twenty Eighth Annual General Meeting of the Company	

Dear Sir / Madam,

Please find enclosed the proceedings of the Twenty Eighth Annual General Meeting of the Company held today i.e. August 11, 2023, pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please find the same in order.

Thanking you,

Yours faithfully,
For, **ZYDUS LIFESCIENCES LIMITED**

DHAVAL N. SONI
COMPANY SECRETARY

Encl.: As above





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Proceedings of the Twenty Eighth Annual General Meeting ("AGM") of the members of Zydus Lifesciences Limited (formerly known as Cadila Healthcare Limited) (the "Company") held on Friday, August 11, 2023 through Video Conference ("VC") / Other Audio Visual Means ("OAVM"), which commenced at 10:00 a.m. and concluded at 10.45 a.m.

Following Directors / Key Managerial Personnel / Auditors of the Company attended the AGM through VC / OAVM:

- | | | |
|-----|-------------------------|--|
| 1. | Mr. Pankaj R. Patel | Chairman |
| 2. | Mr. Nitin R. Desai | Independent Director and Chairman of the Audit Committee and the Nomination and Remuneration Committee |
| 3. | Mr. Mukesh M. Patel | Non-Executive Director and Chairman of Stakeholders' / Investors' Relationship Committee |
| 4. | Ms. Dharmistha N. Raval | Independent Director |
| 5. | Mr. Apurva S. Diwanji | Independent Director |
| 6. | Mr. Bhadresh K. Shah | Independent Director |
| 7. | Mr. Akhil Monappa | Independent Director |
| 8. | Ms. Upasana Konidela | Independent Director |
| 9. | Dr. Sharvil P. Patel | Managing Director |
| 10. | Mr. Ganesh N. Nayak | Executive Director |
| 11. | Mr. Nitin D. Parekh | Chief Financial Officer |
| 12. | Mr. Dhaval N. Soni | Company Secretary |
| 13. | Mr. Rajesh Hiranandani | Partner-Deloitte Haskins & Sells LLP, Statutory Auditors |
| 14. | Mr. Manoj Hurkat | Secretarial Auditor and Scrutinizer appointed for Submitting his report on remote e-voting and e-voting during the AGM |

Members Attendance

Representations under section 113 of the Companies Act, 2013, ("the Act") for a total of 75,88,06,527 shares aggregating to 74.97% of the total paid-up equity share capital were received.

95 members attended the meeting in person including bodies corporate through their representatives.

Mr. Pankaj R. Patel, the Chairman of the Board of Directors, occupied the position of Chairman and welcomed the members and other invitees to the AGM of the Company.

Zydus Lifesciences Limited (formerly known as Cadila Healthcare Limited)

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The Chairman also introduced, the Directors, the Chief Financial Officer and the Company Secretary attending the AGM.

After ascertaining that requisite quorum for the meeting was present and that the meeting is validly constituted, the Chairman called the meeting to order.

The Chairman briefed the members about the business performance, financial highlights of the Company and other major developments during the financial year ended on March 31, 2023.

The Chairman informed that this AGM is being held through VC / OAVM as per the circulars issued by MCA and SEBI.

The Chairman acknowledged the presence of Mr. Rajesh Hiranandani, Partner representing Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors and Mr. Manoj Hurkat, Practicing Company Secretary of the Company.

The Notice convening the AGM of the members of the Company dated May 18, 2023, as circulated to the members of the Company, was taken as read. Further, the Chairman informed that there was no qualification(s) or adverse remark(s) in the Auditor's Report and the Secretarial Audit Report that require its reading during the AGM, pursuant to the provisions of the section 145 of the Companies Act, 2013.

The members asked various questions, amongst others, pertaining to send physical copy of annual report, possibility for conducting annual general meeting in hybrid mode, growth opportunities / avenues in overseas markets and rationale for providing loans to subsidiary companies.

The Chairman thanked the shareholders for participating and asking questions during the AGM. The Chairman, the Managing Director and the Chief Financial Officer responded to all the questions of the above members, giving adequate details / replies thereof.

The Chairman informed that as per section 108 of the Act read with rule 20 (Voting through electronic means) of the Companies (Management and Administration) Rules, 2014, standard 7.2 of the Secretarial Standard-2 on General Meetings and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has availed the remote e-voting platform of Central Depository Services (India) Limited ("CDSL") to the members for exercising their voting rights.

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The Chairman further informed that the resolutions prescribed in the Notice of AGM will be passed through e-voting process by the members / representatives who did not participate in remote e-voting and who participated in the meeting.

The Chairman informed that pursuant to the provisions of section 109 of the Act, Mr. Manoj Hurkat, Practicing Company Secretary (Membership No. 4287) is appointed as Scrutinizer for both, remote e-voting and e-voting process during the AGM, to conduct in a fair and transparent manner, scrutinize the voting and submit his report.

The Company Secretary explained the procedure for exercising the votes by the members and representatives through e-voting during the meeting.

The following resolutions as set out at Item Nos. 1 to 7 of the Notice of AGM were open for e-voting during the AGM:

Ordinary business:

1. To adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 and the reports of the Board of Directors and the Auditors thereon.
2. To adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 and the report of the Auditors thereon.
3. To declare Final Dividend of Rs. 6.00/- per equity share (i.e. 600%) for the Financial Year ended on March 31, 2023.
4. To re-appoint Dr. Sharvil P. Patel (DIN-00131995), who retires by rotation and being eligible, offers himself for re-appointment.
5. To re-appoint Mr. Ganesh N. Nayak (DIN-00017481), who retires by rotation and being eligible, offers himself for re-appointment.

Special business:

6. To re-appoint Mr. Bhadresh K. Shah (DIN-00058177) as an Independent Director for the second term of 5 (five) consecutive years.
7. To ratify remuneration to Cost Auditors.





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The Chairman informed that the results of voting on each resolution shall be determined by adding the votes cast by the members through remote e-voting.

The Chairman concluded the meeting informing the members that the result will be declared upon receipt of Consolidated Scrutinizer's Report within statutory time period. He further informed that the results shall also be uploaded on the Company's website www.zyduslife.com together with the consolidated report of the Scrutinizer and shall be available at the Registered Office of the Company.

Mr. Mukesh M. Patel was appointed as the Chairperson for resolution No. 4, as Mr. Pankaj R. Patel is considered as interested.

The Chairman then announced formal closure of the Twenty Eighth Annual General Meeting of the Company.

E-voting during the Twenty Eighth AGM:

The Company Secretary explained in detail the procedure for e-voting during AGM.

Result of the remote e-voting and e-voting during AGM on the Ordinary and Special Businesses at the Twenty Eighth Annual General Meeting of the Company held on Friday, August 11, 2023:

On the basis of the Consolidated Scrutinizer's Report, the summary of voting is mentioned in the following table. The Chairman announced the results of voting on August 11, 2023 that all the resolutions for the Ordinary and Special businesses as set out at Item Nos. 1 to 7 in the Notice of AGM have been duly passed by the requisite majority.

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	E-voting during AGM	8518	100	0	NA
	Total	880967025	99.73	2427697	0.27
Item No. 7 of the Notice (As a Special Business)	Remote e-voting	883383735	100	2459	Negligible
	E-voting during AGM	8518	100	0	NA
	Total	883392253	100	2459	Negligible

The following resolutions for the ordinary and special businesses as set out in Item Nos. 1 to 7 in the Notice of AGM, duly approved by the members with requisite majority, are recorded hereunder as part of the proceedings of Twenty Eighth Annual General Meeting of the Members held on Friday, August 11, 2023:

Item No. 1: Ordinary Resolution for adoption of the Standalone Audited Financial Statements of the Company for the year ended on March 31, 2023 and the report of the Board of Directors and the Auditors thereon:

“RESOLVED THAT the audited standalone Balance Sheet as at March 31, 2023, Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and the reports of the Auditors and Directors thereon, circulated to the members be and the same are hereby approved and adopted.”

Item No. 2: Ordinary Resolution for adoption of the Consolidated Audited Financial Statements of the Company for the year ended on March 31, 2023 and the report of the Auditors thereon:

“RESOLVED THAT the audited consolidated Balance Sheet as at March 31, 2023, Statement of Profit and Loss and the Cash Flow Statement of the Company for the year ended on that date and the reports of the Auditors thereon, circulated to the members be and the same are hereby approved and adopted.”

Item No. 3: Ordinary Resolution for Declaration of Final Dividend of Rs. 6.00/- (600%) per equity share for the financial year ended on March 31, 2023:

“RESOLVED THAT final dividend of Rs. 6.00/- (600%) per equity share, aggregating to Rs. 607,32,24,834/- (including the amount of TDS) on 101,22,04,139 equity shares of Re. 1/- each, be and is hereby declared and that the dividend shall be made payable to those shareholders of the Company whose names appear in the Register of Members of the Company on July 28, 2023, being the record date in respect of members holding shares in physical form and as per

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the list of beneficiaries downloaded from the depositories for those members holding shares in electronic form.”

Item No. 4: Ordinary Resolution for re-appointment of Dr. Sharvil P. Patel (DIN-00131995), who retires by rotation:

"RESOLVED THAT Dr. Sharvil P. Patel (DIN-00131995), who retires by rotation in accordance with the provision of section 152 the Companies Act, 2013 and article 66 of the Articles of Association of the Company and has offered himself for re-appointment be and is hereby appointed as a Director of the Company liable to retire by rotation.”

Item No. 5: Ordinary Resolution for re-appointment of Mr. Ganesh N. Nayak (DIN-00017481), who retires by rotation:

"RESOLVED THAT Mr. Ganesh N. Nayak (DIN-00017481), who retires by rotation in accordance with the provision of section 152 the Companies Act, 2013 and article 66 of the Articles of Association of the Company and has offered himself for re-appointment be and is hereby appointed as a Director of the Company liable to retire by rotation.”

Item No. 6: Special Resolution for re-appointment of Mr. Bhadresh K. Shah (DIN-00058177) as an Independent Director for the second term of 5 (five) consecutive years:

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”) read with The Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Schedule IV of the Act, regulations 16(1)(b), 17(1A) and 25(2A) of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”), on the recommendations of the Nomination and Remuneration Committee and the Board of Directors (“the Board”), Mr. Bhadresh K. Shah (DIN-00058177), who was appointed as an Independent Director (“ID”) of the Company and who holds office of ID till December 5, 2023 and being eligible and who has submitted a declaration that he meets with the criteria of independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby re-appointed as an ID of the Company for the second term of 5 (five) consecutive years from December 6, 2023 to December 5, 2028, not liable to retire by rotation, notwithstanding that Mr. Bhadresh K. Shah shall attain the age of 75 (seventy five) years during the said second term.

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RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary to give effect to this resolution.”

Item No. 7: Ordinary Resolution for ratification of remuneration of the Cost Auditors:

“**RESOLVED THAT** pursuant to the provisions of section 148(3) and other applicable provisions, if any, of The Companies Act, 2013 read with rule 14(a)(ii) of The Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, on the recommendations of Audit Committee and the Board of Directors (“the **Board**”), the Company hereby ratifies the remuneration of Rs. 1.41 mio. (Rupees One Million Four Hundred Ten Thousand only) plus applicable Goods and Services Tax and out of pocket expenses at actuals for the Financial Year ending on March 31, 2024 to Dalwadi & Associates, Cost Accountants (Firm Registration No. 000338), who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company pertaining to Drugs and Pharmaceuticals being manufactured by the Company for the Financial Year ending on March 31, 2024.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take such steps as may be necessary to give effect to this resolution.”

All the above resolutions were passed with requisite majority through remote e-voting and e-voting during the AGM.

PANKAJ R. PATEL

DIN: 00131852

CHAIRMAN OF THE TWENTY EIGHTH ANNUAL GENERAL MEETING

Place: Ahmedabad

Date: August 11, 2023

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BSE Limited P. J. Towers Dalal Street <u>Mumbai-400 001</u> Code: 532321	National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East) <u>Mumbai-400051</u> Symbol: Zyduslife
Date: August 11, 2023	
Re.: Details of Voting Results at the Twenty Eighth Annual General Meeting of the Company pursuant to regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	

Dear Sir / Madam,

Please find enclosed details of Voting Results, in the prescribed format, of the Twenty Eighth Annual General Meeting of the Company held on August 11, 2023 through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”).

The said details are also being uploaded on the Company’s website.

We request you to note the above.

Thanking you,

Yours faithfully,
For, **ZYDUS LIFESCIENCES LIMITED**

DHAVAL N. SONI
COMPANY SECRETARY

Encl.: As above





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Zydus Lifesciences Limited-Twenty Eighth Annual General Meeting (“AGM”) Voting Results	
Date of the AGM	Friday, August 11, 2023
Total number of shareholders on Cut-off Date i.e. August 4, 2023	304551
Number of shareholders present in the meeting either in person or through proxy	N.A.
Promoters and Promoter Group	9
Public	86
Number of shareholders attended the meeting through Video Conferencing	95 shareholders attended the meeting through VC / OAVM

Resolution No. 1:

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Adoption of Standalone Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 and the reports of the Board of Directors and Auditors thereon					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0	0.0000
	Postal Ballot (if applicable)		Not Applicable					
	Total		758940186	758925335	99.9980	758925335	0	100.0000
Public – Institutions	Remote E-Voting	181284654	115579803	63.7560	115579803	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		181284654	115579803	63.7560	115579803	0	100.0000
Public – Non Institutions	Remote E-Voting	71979299	8699119	12.0856	8698686	433	99.9950	0.0050
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		71979299	8707637	12.0974	8707204	433	99.9950
Total		1012204139	883212775	87.2564	883212342	433	100.0000	0.0000

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Resolution No. 2:

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Adoption of Consolidated Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 and the report of the Auditors thereon					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not Applicable					
	Total	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
Public – Institutions	Remote E-Voting	181284654	115579803	63.7560	115579803	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not Applicable					
	Total	181284654	115579803	63.7560	115579803	0	100.00	0.0000
Public – Non Institutions	Remote E-Voting	71979299	8699119	12.0856	8698679	440	99.9949	0.0051
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000
	Postal Ballot (if applicable)		Not Applicable					
	Total	71979299	8707637	12.0974	8707197	440	99.9949	0.0051
Total		1012204139	883212775	87.2564	883212335	440	100.0000	0.0000

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Resolution No. 3:

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Declaration of Final Dividend of Rs. 6.00/- (600%) per equity share for the Financial Year ended on March 31, 2023					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
Public – Institutions	Remote E-Voting	181284654	115937611	63.9534	115937611	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total							
Public – Non Institutions	Remote E-Voting	71979299	8699109	12.0856	8698684	425	99.9951	0.0049
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total	71979299	8707627	12.0974	8707202	425	99.9951	0.0049
Total		1012204139	883570573	87.2917	883570148	425	100.0000	0.0000





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Resolution No. 4:

Resolution required: (Ordinary / Special)			Ordinary						
Whether promoter / promoter group are interested in the agenda / resolution			Yes						
Description of resolution considered			Re-appointment of Dr. Sharvil P. Patel (DIN-00131995) as a Director liable to retire by rotation						
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled	
Promoter and Promoter Group	Remote E-Voting	758940186	758836229	99.9863	758836229	0	100.0000	0.0000	
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		Not applicable						
	Total		758940186	758836229	99.9863	758836229	0	100.0000	0.0000
Public – Institutions	Remote E-Voting	181284654	115761750	63.8563	114534988	1226762	98.9403	1.0597	
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)		Not applicable						
	Total		181284654	115761750	63.8563	114534988	1226762	98.9403	1.0597
Public – Non Institutions	Remote E-Voting	71979299	8699119	12.0856	8696443	2676	99.9692	0.0308	
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000	
	Postal Ballot (if applicable)		Not applicable						
	Total		71979299	8707637	12.0974	8704961	2676	99.9693	0.0307
Total		1012204139	883305616	87.2656	882076178	1229438	99.8608	0.1392	

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Resolution No. 5:

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Re-appointment of Mr. Ganesh N. Nayak (DIN-00017481) as a Director liable to retire by rotation					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		758940186	758925335	99.9980	758925335	0	100.0000
Public – Institutions	Remote E-Voting	181284654	115761750	63.8563	115519476	242274	99.7907	0.2093
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		181284654	115761750	63.8563	115519476	242274	99.7907
Public – Non Institutions	Remote E-Voting	71979299	8699119	12.0856	8690080	9039	99.8961	0.1039
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		71979299	8707637	12.0974	8698598	9039	99.8962
Total		1012204139	883394722	87.2744	883143409	251313	99.9716	0.0284

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Resolution No. 6:

Resolution required: (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Re-appointment of Mr. Bhadresh K. Shah (DIN-00058177) as an Independent Director for the second term of 5 (five) consecutive years					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		758940186	758925335	99.9980	758925335	0	100.0000
Public – Institutions	Remote E-Voting	181284654	115761750	63.8563	113343371	2418379	97.9109	2.0891
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		181284654	115761750	63.8563	113343371	2418379	97.9109
Public – Non Institutions	Remote E-Voting	71979299	8699119	12.0856	8689801	9318	99.8929	0.1071
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		71979299	8707637	12.0974	8698319	9318	99.8930
Total		1012204139	883394722	87.2744	880967025	2427697	99.7252	0.2748

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Resolution No. 7:

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution			No					
Description of resolution considered			Ratification of remuneration to Cost Auditors					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes – in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
Promoter and Promoter Group	Remote E-Voting	758940186	758925335	99.9980	758925335	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		758940186	758925335	99.9980	758925335	0	100.0000
Public – Institutions	Remote E-Voting	181284654	115761750	63.8563	115761750	0	100.0000	0.0000
	E-voting during AGM		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		181284654	115761750	63.8563	115761750	0	100.0000
Public – Non Institutions	Remote E-Voting	71979299	8699109	12.0856	8696650	2459	99.9717	0.0283
	E-voting during AGM		8518	0.0118	8518	0	100.0000	0.0000
	Postal Ballot (if applicable)		Not applicable					
	Total		71979299	8707627	12.0974	8705168	2459	99.9718
Total		1012204139	883394712	87.2744	883392253	2459	99.9997	0.0003

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